

AMERICAN AXLE & MANUFACTURING HOLDINGS INC

Form 8-K

March 21, 2005

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549**

**FORM 8-K**

**CURRENT REPORT PURSUANT  
TO SECTION 13 OR 15(D) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported): March 15, 2005

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**AMERICAN AXLE & MANUFACTURING HOLDINGS, INC**

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(Exact Name of Registrant as Specified in Its Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

1-14303

(Commission File Number)

36-3161171

(IRS Employer Identification No.)

One Dauch Drive, Detroit, Michigan

(Address of Principal Executive Offices)

48211-1198

(Zip Code)

(313) 758-2000

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(Registrant's Telephone Number, Including Area Code)

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(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))



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**Item 1.01. Entry into a Material Definitive Agreement**

On March 15, 2005, the Compensation Committee of the Board of Directors of American Axle & Manufacturing Holdings, Inc. ( AAM ) approved the payment of bonus awards for 2004 for the executive officers of AAM. The payments for Joel D. Robinson, Vice Chairman, Yogen N. Rahangdale, Executive Vice President Operations & Planning, Marion A. Cumo, Sr., Vice President Driveline Division and Patrick S. Lancaster, Vice President, Chief Administrative Officer & Secretary, each under the American Axle & Manufacturing, Inc. Executive Officer Incentive Compensation Plan, were \$340,000 for Mr. Robinson, \$270,000 for Mr. Rahangdale, \$215,000 for Mr. Cumo, Sr. and \$220,000 for Mr. Lancaster. The payment for AAM's Co-Founder, Chairman of the Board & Chief Executive Officer, Richard E. Dauch, was determined pursuant to the terms of Mr. Dauch's employment agreement dated November 6, 1997, as amended.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

**AMERICAN AXLE & MANUFACTURING  
HOLDINGS, INC.**

Date: March 21, 2005

By: /s/Patrick S. Lancaster  
Patrick S. Lancaster  
Vice President, Chief Administrative Officer  
& Secretary